# UNITED STATES OF AMERICA FEDERAL COMMUNICATIONS COMMISSION

FOR		
FCC	l	
USE	<del></del>	
ONLY		

# PART I - APPLICATION FOR CONSENT TO TRANSFER CONTROL OF CORPORATION HOLDING STATION LICENSE

(Ti	his application must be f	iled before Transf	er of Control takes	olace)		-
1.(a) Name of corporate licensee	_				<del></del>	
Alert Cable TV of Oklahon	na, Inc.					
(b) Number and street address P.O. Box 6659						
(c) City		(d) State		(e) ZIP Code		
Englewood		CO		80155-6659		
2. Internet address:		3. Taxpayer identific 59-1503942				
4. Call sign and radio service of each station				············		
KWS691 (IB)						
5.(a) Fee Type Code	(b) Fee Multiple	(c) Fee Due		FOR FCC		
PATM	01	, a	45.00	USE ONLY		
6. Name(s) and Address(es) of Transferee	OL Time Warner I	nc.				
c/o Time Warner Cable, 29	90 Harbor Drive,	Stamford, C1	06902			
7. Subsequent to the Transfer of Control, will the State of incorporation, etc.? If "NO", give details		ame corporate entity?	That is, will it retain its pre	esent name, corporate charter,	YES	NO
8. Subsequent to the Transfer of Control, will the Page 3.	ne licensee corporation be a rep	resentative of any forei	gn government? If "YES",	give details on		x
9. THIS SECTION TO BE ANSWERED ONLY B OR COMMON CARRIER ALASKA PUBLIC FIX				UTICAL ENROUTE, AERONAUT	ICAL FIXE	ED,
(a) Will any officer or director of such corporation	on be an alien? If "YES", see Ins	struction 6.			YES	NO
(b) Will more than 1/5 of the capital stock be eit	her owned of record or may it b	e voted by aliens or the	ir representatives, or by a	foreign government or		<u> </u>
representative thereof, or by any corporation or	-					
(c) Will the licensee be directly or indirectly con		7 IT YES, answer item	is (a) through (h) below.			<u>L</u>
(d) What is the name and address of the corpor						
(e) Under the laws of what State or Country is the					1	
(f) Is more than 1/4 of the capital stock of control foreign government or representative thereof, or Page 3.					YES	NO
(g) Is any officer or more than 1/4 of the director and state the total number of directors, and give			age 3 state name, nation	ality, and position of each,		
(h) Is the controlling corporation in turn controlle these controlling companies covering information			rate sheet of paper, provid	de information for each of		
	CE	RTIFICATION				
<ul> <li>Applicant waives any claim to the use of any</li> <li>Applicant will have unlimited access to the ra</li> <li>Neither applicant nor any member thereof is a</li> <li>Applicant certifies that all statements made in</li> <li>Neither the applicant nor any other party to th Abuse Act of 1988, 21 U.S.C. Section 862,</li> </ul>	dio equipment and will control a a foreign government or represe I this application and attachmen e application is subject to a der	access to exclude unau entative thereof; its are true, complete a nial of Federal benefits	thorized persons; nd made in good faith; that includes FCC benefit		Anti-Drug	
WILLFUL FALSE STATEMENTS MADE ON REVOCATION OF ANY STATION LICENSE (SECTION 503).						
SIGNATUREAuthorized Employee of Licer	nsee Combrellor			DATE February	٩ , <b>20</b>	00
SIGNATURE //mui	W. Th Ence	nea		DATE February	9 , 20	00
Transferee of Control (Check o	·	Officer	Other (Specify):			

DETAILS / ADDITIONAL INFORMATION: Transto AOL Time Warner Inc.	sfer of control of licensee from Time Warner Inc.
FEDERAL COMMUNIC PART II - AUTHORIZATION TO HOLD STATION LICENSE	ES OF AMERICA ATIONS COMMISSION  (S) AFTER TRANSFER OF CONTROL OF CORPORATION
Name and mailing address of corporate licensee     Alert Cable TV of Oklahoma, Inc.	DO NOT WRITE IN THIS BLOCK
P.O. Box 6659	CONDITIONS OF GRANT
Englewood, CO 80155-6659	The corporate licensee is hereby authorized to continue holding the radio station license(s) listed in item 2 on the basis of the representations made in the application for this authorization.
2. Call sign and radio service of each station KWS691 (IB)	This authorization is granted for the term of the outstanding license(s) for the station(s) listed in item 2.
	DATE AUTHORIZED:
	FEDERAL
e, we	COMMUNICATIONS COMMISSION
THIS AUTHORIZATION TO BE FILED WITH CORPORATION'S RADIO STATION RECORDS	

ST. LOUIS, MISSOURI
NEW YORK, NEW YORK
KANSAS CITY, MISSOURI
OVERLAND PARK, KANSAS
PHOENIX, ARIZONA
SANTA MONICA, CALIFORNIA
IRVINE, CALIFORNIA

700 THIRTEENTH STREET, N.W. WASHINGTON, D.C. 20005-3960 (202) 508-6000

FACSIMILE: (202) 508-6200

RIYADH, SAUDI ARARIA KUWAIT CITY, KUWAIT ABU DHABI, UNITED ARAB EMIRATES DUBAI, UNITED ARAB EMIRATES HONG KONG SHANGHAI, PEOPLE'S REPUBLIC OF CHINA

IN ASSOCIATION WITH BRYAN CAVE, A MULTINATIONAL PARTNERSHIP. LONDON, ENGLAND

INTERNET ADDRESS
JRWILNER@BRYANCAVELLP.COM

JOHN R. WILNER DIRECT DIAL NUMBER (202) 508-6041

February 11, 2000

#### Via Berry Best Couriers, Ltd.

Federal Communications Commission Wireless Bureau Applications P.O. Box 358130 Pittsburgh, PA 15251-5130

Re:

Transfer of Control Business Radio Service Station KB51583

Ladies & Gentlemen:

Transmitted herewith is an application on FCC Form 703 for consent to the transfer of control of Home Box Office, licensee of the above-referenced facility, from Time Warner Inc. to AOL Time Warner Inc.

Also submitted herewith is this firm's check in the amount of \$45.00 in payment of the requisite filing fee together with the related FCC Form 159.

Should there be any questions concerning this matter, please communicate with the undersigned.

Very truly yours,

John R When

John R. Wilner

JRW/vih

Enclosure

jrw/115057/186787v1

THIS CHECK IS VOID WITHOUT A COLORED BACKGROUND AND ARTIFICIAL WATERMARK CERTIFICATION SEAL ON THE BACK - HOLD AT AN ANGLE TO VIEW SEAL

BRYAN CAVELLP

700 Thirteenth Street, NW. Washington, D.C. (202) 508-6000

February 10, 2000

FIRST UNION NATIONAL BANK Number Washington, DC 20006 15-80/540 25040

Forty Five & 0/100

Net Amount \$45.00

TO THE ORDER OF

Federal Communications

Commission

SIGNATURE HAS A COLORED BACKGROUND . BORDER CONTAINS MICROPRINTING

#OOOOO25040# #O54000807# 20667#01683409#

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(6) CITY	<u> </u>					T (7)	STATE			(8)	ZIP CODE							
Washington						D	C				0005					***************************************		
(9) DAYTIME TELEPHONE NUMBER (Included (202) 508-6000	le area code)					(10)	COUNTR	RY CODE (if not	l in U.S.A.)									
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11) APPLICANT NAME (if paying by credit ca	rd, enter name	e exactly as					<i></i>		1011									
Home Box Office 12) STREET ADDRESS LINE NO. 1									<u>.</u>									
1100 Avenue of the A	<u>merica</u>	s, 3rd	1 Flo	or														
13) STREET ADDRESS LINE NO. 2																		
и) спу New York						(15) :	STATE				ZIP CODE							
7) DAYTIME TELEPHONE NUMBER (Include	e area code)	<del> </del>						Y CODE (if not	in U.S.A.)	1 1	7030							
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3B) FCC CODE 1	<u> </u>				<del></del>		(24B) F	CC CODE 2				L						$\dashv$
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3C) FCC CODE 1						Ī	(24C) F	CC CODE 2										
9D) FCC CALL SIGN/OTHER ID (200	) PAYMENT	TYPE CODE	E (PTC)		(21D	)QUAN	TITY	(22D) FEE DI	JE FOR (PT	C) IN B	LOCK 20D	FCC	USE	ONLY			. Delgran	
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3D) FCC CODE 1							(24D) F0	CC CODE 2										
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7) CERTIFICATION STATEMENT				SEC1	ION	E - C	ERTIF	ICATION										
John R. Wilner			_ , C	ertify	und	er pe	nalty	of perjury	y that th	ne for	egoing	and	l sy	ppor	ting i	nforr	nati	on
re true and correct to the be	st of my	knowle	dge,	infom	atio	n an	d beli	ef. SIGN	ATURE _	<u> </u>	hnR	W.	hu					_
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VISA I hereby authorize the FCC to cha		MASTERCARD	)	Αυπ	HORIZ	ED SIG	NATURE	Ē			DAT	E						
for the service(s)/authorization(s)	herein described.			▶														1

# UNITED STATES OF AMERICA FEDERAL COMMUNICATIONS COMMISSION

FOR	1			
FOR FCC				
USE		 -	 	
ONLY				
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## PART I - APPLICATION FOR CONSENT TO TRANSFER CONTROL OF CORPORATION HOLDING STATION LICENSE

(ТІ	his application must be f	iled before Transfer of Co	ontrol takes i	place)		
1.(a) Name of corporate licensee Home Box Office					_	
(b) Number and street address 1100 Avenue of the Ameri	cas, 3rd Floor					
(c) City New York		(d) State		(e) ZIP Code 10036	-	
2. Internet address:		3. Taxpayer Identification Nun 13-3666692	nber			
4. Call sign and radio service of each station  KB51583 (IB)						
5.(a) Fee Type Code	(b) Fee Multiple	(c) Fee Due		FOR FCC		
PATM	01	*	45.00	USE ONLY		
6. Name(s) and Address(es) of Transferee A (		nc. za, New York, NY	10019			
7. Subsequent to the Transfer of Control, will the State of incorporation, etc.? If "NO", give details		ame corporate entity? That is, w	ill it retain its pre	esent name, corporate charter,	YES X	NO
Subsequent to the Transfer of Control, will the Page 3.	ne licensee corporation be a rep	resentative of any foreign govern	nment? If "YES",	give details on		x
9. THIS SECTION TO BE ANSWERED ONLY OR COMMON CARRIER ALASKA PUBLIC FIX				UTICAL ENROUTE, AERONAUTI		D,
(a) Will any officer or director of such corporati					YES	NO
(b) Will more than 1/5 of the capital stock be ei- representative thereof, or by any corporation or				a foreign government or		
(c) Will the licensee be directly or indirectly cor	ntrolled by any other corporation	? If "YES", answer Items (d) thro	ough (h) below.			<u> </u>
(d) What is the name and address of the corpo	ration in immediate control?					
(e) Under the laws of what State or Country is t	he controlling corporation organ	nized?				_
(f) Is more than 1/4 of the capital stock of control foreign government or representative thereof, o Page 3.					YES	NO
(g) Is any officer or more than 1/4 of the director and state the total number of directors, and give			ate name, nation	ality, and position of each,		
(h) Is the controlling corporation in turn controlle these controlling companies covering information			t of paper, provi	de information for each of		
	CE	RTIFICATION				
<ul> <li>Applicant waives any claim to the use of any</li> <li>Applicant will have unlimited access to the ra</li> <li>Neither applicant nor any member thereof is</li> <li>Applicant certifies that all statements made in</li> <li>Neither the applicant nor any other party to the Abuse Act of 1988, 21 U.S.C. Section 862,</li> </ul>	idio equipment and will control a a foreign government or represe n this application and attachmen ne application is subject to a der	access to exclude unauthorized pentative thereof; ints are true, complete and made hial of Federal benefits that include	persons; in good faith; des FCC benefit		Anti-Drug	
WILLFUL FALSE STATEMENTS MADE ON REVOCATION OF ANY STATION LICENSE SECTION 503).						
SIGNATUREAuthorized Employee of Lice	nsee Comporation 7/	)		DATE February <sup>©</sup>	, 200	0
SIGNATURE // 1171/20	410. MEnu	ing		DATE February 9	, 200	0_
Individual	Partner X	Officer Other (	Specify):			

DETAILS / ADDITIONAL INFORMATION: Trans to AOL Time Warner Inc.	sfer of control of licensee from Time Warner Inc.
FEDERAL COMMUNIC	S OF AMERICA ATIONS COMMISSION (S) AFTER TRANSFER OF CONTROL OF CORPORATION
Name and mailing address of corporate licensee	DO NOT WRITE IN THIS BLOCK
Home Box Office 1100 Avenue of the Americas, 3rd Floor	CONDITIONS OF GRANT
New York, NY 10036	The corporate licensee is hereby authorized to continue holding the radio station license(s) listed in item 2 on the basis of the representations made in the application for this authorization.
2. Call sign and radio service of each station  KB51583 (IB)	This authorization is granted for the term of the outstanding license(s) for the station(s) listed in item 2.
	DATE AUTHORIZED:
	FEDERAL COMMUNICATIONS COMMISSION
THIS AUTHORIZATION TO BE FILED WITH CORPORATION'S RADIO STATION RECORDS	

ST. LOUIS, MISSOURI
NEW YORK, NEW YORK
KANSAS CITY, MISSOURI
OVERLAND PARK, KANSAS
PHOENIX, ARIZONA
SANTA MONICA, CALIFORNIA
IRVINE, CALIFORNIA

700 THIRTEENTH STREET, N.W. WASHINGTON, D.C. 20005-3960 (202) 508-6000

FACSIMILE: (202) 508-6200

RIYADH, SAUDI ARABIA
KUWAIT CITY, KUWAIT
ABU DHABI, UNITED ARAB EMIRATES
DUBAI, UNITED ARAB EMIRATES
HONG KONG
SHANGHAI, PEOPLE'S REPUBLIC OF CHINA
IN ASSOCIATION WITH BRYAN CAVE,
A MULTINATIONAL PARTNERSHIP.
LONDON, ENGLAND

JOHN R. WILNER DIRECT DIAL NUMBER (202) 508-6041

February 11, 2000

INTERNET ADDRESS
JRWILNER@BRYANCAVELLP.COM

### Via Berry Best Couriers, Ltd.

Federal Communications Commission Wireless Bureau Applications P.O. Box 358130 Pittsburgh, PA 15251-5130

Re:

Transfer of Control Business Radio Service Station WPMF361

Ladies & Gentlemen:

Transmitted herewith is an application on FCC Form 703 for consent to the transfer of control of Time Warner Cable of Avalon, L.P., licensee of the above-referenced facility, from Time Warner Inc. to AOL Time Warner Inc.

Also submitted herewith is this firm's check in the amount of \$45.00 in payment of the requisite filing fee together with the related FCC Form 159.

Should there be any questions concerning this matter, please communicate with the undersigned.

Very truly yours,

arha R W. her

John R. Wilner

JRW/vih

Enclosure

jrw/115057/186762v1

700 Thirteenth Street, NW. Washington, D.C. (202) 508-6000

FIRST UNION NATIONAL BANK heck Number Washington, DC 20006 15-80/540 25036

February 10, 2000

Forty Five & 0/100

Net Amount \$45.00

TO THE ORDER OF

Federal Communications

Commission

SIGNATURE HAS A COLORED BACKGROUND . BORDER CONTAINS MICROPRINTING

#00000025036# #054000B07# 20667#01683409#

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Bryan Cave LLP			ny as it app		r your co				\$	LAMO	ONT PAIL	(dollars	and cen	15)	45.	00
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(5) STREET ADDRESS LINE NO. 2																
(6) CITY Washington							(7) STATE		(8) ZIP C							
(9) DAYTIME TELEPHONE NUMBER ( (202) 508-6000	include area	code)						TRY CODE (if not in U.S.A.)	1 2000	,,,						
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12) STREET ADDRESS LINE NO. 1 P.O. Box 6659																
(13) STREET ADDRESS LINE NO. 2									· · · · · · · · · · · · · · · · · · ·							
14) CITY							5) STATE		(16) ZIP (							
Englewood  17) DAYTIME TELEPHONE NUMBER (I	Include area	code)					(18) COUNTRY CODE (if not in U.S.A.)									
(303) 799-1200																
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23B) FCC CODE 1			<u> </u>			<u> </u>	(24B)	\$ FCC CODE 2			. f.'.	<u> </u>		<u>.</u>		
19C) FCC CALL SIGN/OTHER ID	(20C) PAY	MENT TY	PE CODE	(PTC)		(21C)Q	UANTITY	(22C) FEE DUE FOR (PT	C) IN BLOCK	20C	FCC USE	ONLY				
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23D) FCC CODE 1							(24D) I	CC CODE 2			-					
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25)			7				(26) C	OMPLETE THIS BLOCK ONLY IF	APPLICANT NA	ME IN B	11 IS DIFFE	RENT F	ROM PAYE	R NAME	IN A-2)	
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27) CERTIFICATION STATEMENT	· · · · · · · · · · · · · · · · · · ·		1		SECT	TION E	- CERTI	FICATION								
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28) MASTERC	ARD/VISA A	CCOUNT			- CRE	DIT CA	ARD PAY	MENT INFORMATION		PIRATIO	N DATE:					
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VISA 1 hereby authorize the FCC			STERCARD			IIONKEL	, GIGNATUI	<b>\_</b>		JAIL						j

# UNITED STATES OF AMERICA FEDERAL COMMUNICATIONS COMMISSION

FOR	
FOR FCC	
USE	
ONLY	

## PART I - APPLICATION FOR CONSENT TO TRANSFER CONTROL OF CORPORATION HOLDING STATION LICENSE

(This application must be filed before Transfer of Control takes place) 1.(a) Name of corporate licensee Time Warner Cable of Avalon, L.P. (b) Number and street address P.O. Box 6659 (c) City (d) State (e) ZIP Code CO Englewood 80155-6659 2. Internet address: 3. Taxpayer Identification Number 06-1457290 4. Call sign and radio service of each station **WPMF361 (IG)** (c) Fee Due 5.(a) Fee Type Code (b) Fee Multiple FOR FCC **USE ONLY** 45.00 PATM 01 6. Name(s) and Address(es) of Transferee AOL Time Warner Inc. c/o Time Warner Cable, 290 Harbor Drive, Stamford, CT 06902 7. Subsequent to the Transfer of Control, will the licensee corporation be the same corporate entity? That is, will it retain its present name, corporate charter, YES NO State of incorporation, etc.? If "NO", give details on Page 3. X 8. Subsequent to the Transfer of Control, will the licensee corporation be a representative of any foreign government? If "YES", give details on Page 3 X 9. THIS SECTION TO BE ANSWERED ONLY BY LICENSEES OF PUBLIC COAST, AIRPORT CONTROL TOWER, AERONAUTICAL ENROUTE, AERONAUTICAL FIXED, OR COMMON CARRIER ALASKA PUBLIC FIXED STATIONS. SUBSEQUENT TO THE TRANSFER OF CONTROL: YES NO (a) Will any officer or director of such corporation be an alien? If "YES", see Instruction 6. (b) Will more than 1/5 of the capital stock be either owned of record or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", see Instruction 6. (c) Will the licensee be directly or indirectly controlled by any other corporation? If "YES", answer Items (d) through (h) below (d) What is the name and address of the corporation in immediate control? (e) Under the laws of what State or Country is the controlling corporation organized? (f) is more than 1/4 of the capital stock of controlling corporation either owned of record or may it be voted by aliens or their representatives, or by a YES NO foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", give details on Page 3. (g) Is any officer or more than 1/4 of the directors of the controlling corporation an alien? If "YES", on Page 3 state name, nationality, and position of each, and state the total number of directors, and give a brief biographical statement for each alien. (h) Is the controlling corporation in turn controlled by other companies? If "YES", on Page 3, or a separate sheet of paper, provide information for each of these controlling companies covering information requested in Items (d) through (h). CERTIFICATION Applicant waives any claim to the use of any particular frequency regardless of prior use by license or otherwise; Applicant will have unlimited access to the radio equipment and will control access to exclude unauthorized persons; · Neither applicant nor any member thereof is a foreign government or representative thereof; Applicant certifies that all statements made in this application and attachments are true, complete and made in good faith; Neither the applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(A)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503). DATE February 9, 2000 **SIGNATURE** Authorized Employee of Licen muis DATE February 9, 2000 SIGNATURE Transferee of Control (Check one) Individual Partner X Officer Other (Specify): \_

DETAILS / ADDITIONAL INFORMATION: Transto AOL Time Warner Inc.	sfer of control of licensee from Time Warner Inc.
FEDERAL COMMUNIC	S OF AMERICA ATIONS COMMISSION  (S) AFTER TRANSFER OF CONTROL OF CORPORATION
Name and mailing address of corporate licensee	DO NOT WRITE IN THIS BLOCK
Time Warner Cable of Avalon, L.P. P.O. Box 6659	CONDITIONS OF GRANT
Englewood, CO 80155-6659	The corporate licensee is hereby authorized to continue holding the radio station license(s) listed in item 2 on the basis of the representations made in the application for this authorization.
2. Call sign and radio service of each station  WPMF361 (IG)	This authorization is granted for the term of the outstanding license(s) for the station(s) listed in item 2.  DATE AUTHORIZED:
<b>√</b> .	FEDERAL COMMUNICATIONS COMMISSION
THIS AUTHORIZATION TO BE FILED WITH CORPORATION'S RADIO STATION RECORDS	

ST. LOUIS, MISSOURI
NEW YORK, NEW YORK
KANSAS CITY, MISSOURI
OVERLAND PARK, KANSAS
PHOENIX, ARIZONA
SANTA MONICA, CALIFORNIA
IRVINE, CALIFORNIA

700 THIRTEENTH STREET, N.W. WASHINGTON, D.C. 20005-3960 (202) 508-6000

FACSIMILE: (202) 508-6200

RIYADH, SAUDI ARABIA
KUWAIT CITY, KUWAIT
ABU DHABI, UNITED ARAB EMIRATES
DUBAI, UNITED ARAB EMIRATES
HONG KONG
SHANGHAI, PEOPLE'S REPUBLIC OF CHINA
IN ASSOCIATION WITH BRYAN CAVE,
A MULTINATIONAL PARTNERSHIP.

LONDON, ENGLAND

INTERNET ADDRESS

JRWILNER@BRYANCAVELLP.COM

JOHN R. WILNER DIRECT DIAL NUMBER (202) 508-6041

February 11, 2000

## Via Berry Best Couriers, Ltd.

Federal Communications Commission Wireless Bureau Applications P.O. Box 358130 Pittsburgh, PA 15251-5130

Re:

Transfer of Control
Business Radio Service

Station KFI554

Ladies & Gentlemen:

Transmitted herewith is an application on FCC Form 703 for consent to the transfer of control of Alert Cable TV of South Carolina, Inc., licensee of the above-referenced facility, from Time Warner Inc. to AOL Time Warner Inc.

Also submitted herewith is this firm's check in the amount of \$45.00 in payment of the requisite filing fee together with the related FCC Form 159.

Should there be any questions concerning this matter, please communicate with the undersigned.

Very truly yours,

John R W. Len

John R. Wilner

JRW/vih

Enclosure

jrw/115057/186750v1

700 Thirteenth Street, NW. Washington, D.C. (202) 508-6000

FIRST UNION NATIONAL BANK Number Washington, DC 20006 15-80/540 25032

February 10, 2000

Forty Five & 0/100

Net Amount \$45.00

TO THE ORDER OF

Federal Communications

Commission

SIGNATURE HAS A COLORED BACKGROUND . BORDER CONTAINS MICROPRINTING

#0000025032# #054000807# 20667#01683409#

READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING	CEDERAL COMM	AUNICATIONS COMMISSION	APPROVED BY OMB 3060-058			
BEI ONE I NOCEEDING	<b>1</b>	MUNICATIONS COMMISSION  CANCE ADVICE	SPECIAL USE			
(1) LOCKBOX# <b>358130</b>	i	NO OF	FCC USE ONLY			
(17,2007,007,11		BAVES WEEK				
(2) PAYER NAME (if paying by credit card, enter nat		A - PAYER INFORMATION	(3) TOTAL AMOUNT PAID (dollars and cents)			
Bryan Cave LLP			\$ 45.00			
(4) STREET ADDRESS LINE NO. 1 700 Thirteenth Street, N.	W	-				
(5) STREET ADDRESS LINE NO. 2						
(6) CITY		(7) STATE	L(0), 7(0,000)			
Washington		DC DC	(8) ZIP CODE 20005			
(9) DAYTIME TELEPHONE NUMBER (Include area (202) 508-6000	code)	(10) COUNTRY CODE (if not in U.S.A.)				
<del></del>	ME AND THE APPLICAN	T NAME ARE DIFFERENT, C	OMPLETE SECTION B			
		USE CONTINUATION SHEE				
		APPLICANT INFORMATION				
(11) APPLICANT NAME (if paying by credit card, enter Alert Cable TV of South (		rd)				
(12) STREET ADDRESS LINE NO. 1	,					
P.O. Box 6659  (13) STREET ADDRESS LINE NO. 2						
Englewood		(15) STATE	(16) ZIP CODE 80155			
17) DAYTIME TELEPHONE NUMBER (Include area	code)	(18) COUNTRY CODE (if not in U.S.A.)	1 00 133			
(303) 799-1200	AOU OFFINAS IF MORE	BOYEOM DE MEEDED MOS				
COMPLETE SECTION CACRE		PAYMENT INFORMATION	CONTINUATION SHEETS (FORM 159-C)			
19A) FCC CALL SIGN/OTHER ID (20A) PAYI			C) IN BLOCK 20A FCC USE ONLY			
KFI554 P	A T M	1 s	45.00			
23A) FCC CODE 1		(24A) FCC CODE 2				
19B) FCC CALL SIGN/OTHER ID (20B) PAY	MENT TYPE CODE (PTC) (21)	B) QUANTITY (22B) FEE DUE FOR (PT	C) IN BLOCK 20B FCC USE ONLY			
23B) FCC CODE 1		\$ (24B) FCC CODE 2				
		(2.2)				
19C) FCC CALL SIGN/OTHER ID (20C) PAY	MENT TYPE CODE (PTC) (210	C)QUANTITY (22C) FEE DUE FOR (PT	C) IN BLOCK 20C FCC USE ONLY			
23C) FCC CODE 1		(24C) FCC CODE 2				
		(2.0). 00 00022				
19D) FCC CALL SIGN/OTHER ID (20D) PAY	MENT TYPE CODE (PTC) (218	D) QUANTITY (22D) FEE DUE FOR (PT	C) IN BLOCK 20D FCC USE ONLY			
23D) FCC CODE 1		\$ (24D) FCC CODE 2				
250,700000000		(245)1 00 0002 2				
SEC	CTION D - TAXPAYE	R INFORMATION (RE	QUIRED)			
25)		<del>, , , , , , , , , , , , , , , , , , , </del>	APPLICANT NAME IN B-11 IS DIFFERENT FROM PAYER NAME IN A-2)			
PAYER TIN 043	0 6 0 2 1 6 2	APPLICANT TI	N   0   5   9   1   6   8   3   9   0   6			
	<del>┈┈╎┈┈</del> ┟╌┈┸┈┈┸┈┈┸	I E - CERTIFICATION	<u> </u>			
7) CERTIFICATION STATEMENT John R. Wilner						
(PRINT NAME)	, Certify und	der penaity of perjury that th	e foregoing and supporting information			
re true and correct to the best of	<del></del>		film KWilmer			
28) MASTERCARD/VISA A	<u> </u>	CARD PAYMENT INFORMATION	EXPIRATION DATE:			
MASTERCARD MASTERCARD						
			MONTH YEAR			
VISA i hereby authorize the FCC to charge my V	ISA or MASTERCARD AUTHORI	ZED SIGNATURE	DATE			
for the service(s)/authorization(s) herein de	scribed.					

#### **UNITED STATES OF AMERICA** FEDERAL COMMUNICATIONS COMMISSION

FOR			
FCC			
USE	 		 
ONLY			

## PART LAPPLICATION FOR CONSENT TO TRANSFER CONTROL OF CORPORATION HOLDING STATION LICENSE

		be filed before Transfer of Control takes								
1.(a) Name of corporate licensee Alert Cable TV of South	Carolina, Inc.									
(b) Number and street address P.O. Box 6659										
(c) City Englewood		(d) State	(e) ZIP Code 80155-6659							
2. Internet address: 3. Taxpayer Identification Number 59-1683906										
4. Call sign and radio service of each station	on									
KFI554 (IB)										
5.(a) Fee Type Code (b) Fee Multiple (c) Fee Due FOR FCC										
PATM 01 \$ 45.00 USE ONLY										
6. Name(s) and Address(es) of Transferee	<b>AOL Time Warne</b>	er Inc.								
c/o Time Warner Cable,	290 Harbor Drive	e, Stamford, CT 06902								
7. Subsequent to the Transfer of Control, w State of incorporation, etc.? If "NO", give de		he same corporate entity? That is, will it retain its pr	esent name, corporate charter,	YES X	NO					
8. Subsequent to the Transfer of Control, w Page 3.	rill the licensee corporation be a	a representative of any foreign government? If "YES"	, give details on		х					
		C COAST, AIRPORT CONTROL TOWER, AERONA JENT TO THE TRANSFER OF CONTROL:	UTICAL ENROUTE, AERONAUT	ICAL FIXE	ED,					
(a) Will any officer or director of such corporation be an alien? If "YES", see Instruction 6.										
(b) Will more than 1/5 of the capital stock be either owned of record or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", see Instruction 6.										
(c) Will the licensee be directly or indirectly	controlled by any other corpora	ation? If "YES", answer Items (d) through (h) below.								
(d) What is the name and address of the co	orporation in immediate control?	?								
(e) Under the laws of what State or Country	r is the controlling corporation of	organized?								
		ned of record or may it be voted by aliens or their rep zed under the laws of a foreign country? If "YES", giv		YES	NO					
(g) Is any officer or more than 1/4 of the dire and state the total number of directors, and		ntion an alien? If "YES", on Page 3 state name, nation nent for each alien.	nality, and position of each,							
(h) Is the controlling corporation in turn con these controlling companies covering inform		YES*, on Page 3, or a separate sheet of paper, provi	de information for each of							
		CERTIFICATION								
<ul> <li>Neither applicant nor any member thereo</li> <li>Applicant certifies that all statements ma</li> <li>Neither the applicant nor any other party</li> </ul>	ne radio equipment and will con if is a foreign government or rep de in this application and attact to the application is subject to a	trol access to exclude unauthorized persons;		Anti-Drug						
		SHABLE BY FINE AND/OR IMPRISONMENT (U.S. MIT (U.S. CODE, TITLE 47, SECTION 312(A)(1)),								
SIGNATUREAuthorized Employee of	Licensee Corporation		DATE February	, 200	00_					
SIGNATURE		uny	DATE February '	, 200	0					
☐ Individual	· ·	X Officer Other (Specify):								

DETAILS / ADDITIONAL INFORMATION: Transfer to AOL Time Warner Inc.	nsfer of control of licensee from Time Warner Inc.
FEDERAL COMMUNIC	ES OF AMERICA CATIONS COMMISSION E(S) AFTER TRANSFER OF CONTROL OF CORPORATION
Name and mailing address of corporate licensee	DO NOT WRITE IN THIS BLOCK
Alert Cable TV of South Carolina, Inc.	CONDITIONS OF GRANT
P.O. Box 6659	CONDITIONS OF GRANT
Englewood, CO 80155-6659	The corporate licensee is hereby authorized to continue holding the radio station license(s) listed in item 2 on the basis of the representations made in the application for this authorization.
2. Call sign and radio service of each station  KFI554 (IB)	This authorization is granted for the term of the outstanding license(s) for the station(s) listed in item 2.
	DATE AUTHORIZED:
	FEDERAL COMMUNICATIONS COMMISSION
THIS AUTHORIZATION TO BE FILED WITH CORPORATION'S RADIO STATION RECORDS	

ST. LOUIS, MISSOURI
NEW YORK, NEW YORK
KANSAS CITY, MISSOURI
OVERLAND PARK, KANSAS
PHOENIX, ARIZONA
SANTA MONICA, CALIFORNIA
IRVINE, CALIFORNIA

700 THIRTEENTH STREET, N.W. WASHINGTON, D.C. 20005-3960 (202) 508-6000

FACSIMILE: (202) 508-6200

RIYADH, SAUDI ARABIA KUWAIT CITY, KUWAIT ABU DHABI, UNITED ARAB EMIRATES DUBAI, UNITED ARAB EMIRATES HONG KONG SHANGHAI, PEOPLE'S REPUBLIC OF CHINA

IN ASSOCIATION WITH BRYAN CAVE, A MULTINATIONAL PARTNERSHIP. LONDON, ENGLAND

INTERNET ADDRESS
JRWILNER@BRYANCAVELLP.COM

JOHN R. WILNER DIRECT DIAL NUMBER (202) 508-6041

February 11, 2000

#### Via Berry Best Couriers, Ltd.

Federal Communications Commission Wireless Bureau Applications P.O. Box 358130 Pittsburgh, PA 15251-5130

Re:

Transfer of Control Business Radio Service Station WPLD733

#### Ladies & Gentlemen:

Transmitted herewith is an application on FCC Form 703 for consent to the transfer of control of Warner Bros., licensee of the above-referenced facility, from Time Warner Inc. to AOL Time Warner Inc.

Also submitted herewith is this firm's check in the amount of \$45.00 in payment of the requisite filing fee together with the related FCC Form 159.

Should there be any questions concerning this matter, please communicate with the undersigned.

Very truly yours,

Achar Whin

John R. Wilner

JRW/vih

Enclosure

irw/115057/186784v1

BRYAN CAVE LLP 700 Thirteenth Street, NW. Washington, D.C. (202) 508-6000 FIRST UNION NATIONAL BANK heck Number Washington, DC 20006 15-80/540 25031

February 10, 2000

Forty Five & 0/100

Net Amount \$45.00

TO THE ORDER OF

Federal Communications

Commission

SIGNATURE HAS A COLORED BACKGROUND + BORDER CONTAINS MICROPRINTING

#0000025031# CO54000B0?C 2066?#01683409#

READ INSTRUCTIONS CARE BEFORE PROCEEDING	FULLY		EEI	DERAL CO	ЭММ	IUNICATIO	APPROVED BY OMB 3060-058												
							ADVICE	SPECIAL USE											
250400			_			10 0F		FCC USE ONLY											
(1) LOCKBOX # 358130				r	AGE IN	UF	<del></del>												
						- PAYER IN	FORMATION												
(2) PAYER NAME (if paying by credit Bryan Cave LLP	card, enter	name exactly	y as it appe	ars on your o	ard)			(3) TOTAL AMOUNT PAID (dollars and cents) 45											
(4) STREET ADDRESS LINE NO. 1 700 Thirteenth Str	oot h			<u>-</u> ,															
(5) STREET ADDRESS LINE NO. 2	eet, r	4.44.											——						
(6) CITY						(7) STATE		(8) ZIP	CODE										
Washington						DC		200											
(9) DAYTIME TELEPHONE NUMBER (202) 508-6000	(Include ar	rea code)				(10) COUNT	RY CODE (if not in U.S.A.)												
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	IF MOI	RE THAN					TINUATION SHE	ETS (FC	)RM	159-(	C) :		· · · · · · · · · · · · · · · · · · ·						
(11) APPLICANT NAME (if paying by co	redit card, e	enler name e					INFORMATION												
Warner Bros. (12) STREET ADDRESS LINE NO. 1				<u>-</u>															
4000 Warner Blvd.																			
(13) STREET ADDRESS LINE NO. 2		<del></del>																	
(14) CITY						(15) STATE		(16) ZII											
Burbank (17) DAYTIME TELEPHONE NUMBER	(Include an	ea code)	-79			CA (18) COUNT	RY CODE (if not in U.S.A.)	915	22										
														<u>-</u>					
COMPLETE SECTION	C FOR	EACH S	ERVIC		_		RE NEEDED, USE NFORMATION	CONT	NUA	HON	SHEE	<u> 15 (F</u>	ORM	159-C)					
(19A) FCC CALL SIGN/OTHER ID		PAYMENT TYP	E CODE (	PTC)		A)QUANTITY	(22A) FEE DUE FOR (P			FCC	USE ONL	7							
WPLD733 (23A) FCC CODE 1	Р	<u> </u>	<u> </u>	M	Ь.	1 (244)5	SCC CODE 2	45	.00			<u></u>	Roller Total						
(23A) FOO CODE 1						(230)1	CC CODE 2												
(198) FCC CALL SIGN/OTHER ID	(20B) P	AYMENT TYP	PE CODE (	PTC)	(216	3) QUANTITY	(228) FEE DUE FOR (P	TC) IN BLO	CK 20B	FCC	USE ONL	( )							
(23B) FCC CODE 1	<u> </u>	<u> </u>	<u> </u>	<u> </u>		(24B) F	CC CODE 2			\$15.		Argyl	486 j. j.						
(19C) FCC CALL SIGN/OTHER ID	(20C) P.	AYMENT TYP	PE CODE (	PTC)	(210	QUANTITY	(22C) FEE DUE FOR (P	TC) IN BLO	CK 20C	FCC	USE ONLY	K Taran							
(23C) FCC CODE 1	<u> </u>			1	<u> </u>	(24C) F	CC CODE 2			igita.				· · · · · · · · · · · · · · · · · · ·					
													<del></del>						
(19D) FCC CALL SIGN/OTHER ID	(20D) P	AYMENT TYP	E CODE (F	PTC)	(210	)QUANTITY	(22D) FEE DUE FOR (P	TC) IN BLO	CK 20D	FCC	USE ONLY	Magnet Program							
(23D) FCC CODE 1			<u> </u>		1	(24D) F	CC CODE 2			<u> </u>									
		FOTIO		TAVD	WE	<u>  </u>	DMATION (D)	FO1111	-	N. Selver									
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27) CERTIFICATION STATEMENT			<u> </u>			E - CERTIF					·								
John R. Wilner	IAME)			, Certify	und	er penalty	of perjury that t	1	,	1	17	_	infori	mation					
are true and correct to the	e best	of my kr							m	R U	I hu	<u>1</u>							
		l	SECTIO	ON F - CRI	EDIT	CARD PAY	MENT INFORMATIO	N											

AUTHORIZED SIGNATURE

MASTERCARD

VISA

 ${\rm I}$  hereby authorize the FCC to charge my VISA or MASTERCARD

for the service(s)/authorization(s) herein described.

EXPIRATION DATE:

YEAR

MONTH

# UNITED STATES OF AMERICA FEDERAL COMMUNICATIONS COMMISSION

	T	 	 
FOR	1		
FOR FCC			
USE			 
ONLY			

# PART I - APPLICATION FOR CONSENT TO TRANSFER CONTROL OF CORPORATION HOLDING STATION LICENSE

(T	his application must be f	filed before Transfer of (	Control takes	place)						
1.(a) Name of corporate licensee										
Warner Bros.	w			· · · · · · · · · · · · · · · · · · ·						
(b) Number and street address 4000 Warner Blvd., Bridge	e Bldg. N. 2806									
(c) City		(d) State		(e) ZIP Code	•					
Burbank CA 91522										
2. Internet address:		3. Taxpayer Identification N 13-3666692	umber							
4. Call sign and radio service of each station					·					
WPLD733 (IB)										
5.(a) Fee Type Code	(b) Fee Multiple	(c) Fee Due		FOR FCC						
PATM	01	\$	45.00	USE ONLY						
6. Name(s) and Address(es) of Transferee	OL Time Warner I	lnc.								
75	Rockefeller Plaz	a, New York, NY	10019							
7. Subsequent to the Transfer of Control, will the State of incorporation, etc.? If "NO", give details		same corporate entity? That is,	will it retain its pro	esent name, corporate charter,	YES	NO				
8. Subsequent to the Transfer of Control, will the Page 3.	ne licensee corporation be a rep	presentative of any foreign government	ernment? If "YES",	give details on		x				
9. THIS SECTION TO BE ANSWERED ONLY OR COMMON CARRIER ALASKA PUBLIC FI				UTICAL ENROUTE, AERONAUTI	CAL FIXE					
					YES	NO				
(a) Will any officer or director of such corporation be an alien? If "YES", see Instruction 6.										
(b) Will more than 1/5 of the capital stock be ei representative thereof, or by any corporation or				a foreign government or						
(c) Will the licensee be directly or indirectly cor	ntrolled by any other corporation	n? If "YES", answer Items (d) th	rough (h) below.							
(d) What is the name and address of the corpo	ration in immediate control?			-						
(e) Under the laws of what State or Country is t	the controlling corporation organ	nized?								
(f) Is more than 1/4 of the capital stock of control foreign government or representative thereof, of Page 3.					YES	NO				
(g) Is any officer or more than 1/4 of the directo and state the total number of directors, and give			state name, nation	nality, and position of each,						
(h) is the controlling corporation in turn controlling these controlling companies covering information			eet of paper, provi	de information for each of						
	CE	RTIFICATION								
<ul> <li>Applicant waives any claim to the use of any particular frequency regardless of prior use by license or otherwise;</li> <li>Applicant will have unlimited access to the radio equipment and will control access to exclude unauthorized persons;</li> <li>Neither applicant nor any member thereof is a foreign government or representative thereof;</li> <li>Applicant certifies that all statements made in this application and attachments are true, complete and made in good faith;</li> <li>Neither the applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance.</li> </ul>										
WILLFUL FALSE STATEMENTS MADE ON REVOCATION OF ANY STATION LICENSESECTION 503).	THIS FORM ARE PUNISHAI OR CONSTRUCTION PERMIT	BLE BY FINE AND/OR IMPE (U.S. CODE, TITLE 47, SEC	RISONMENT (U.S CTION 312(A)(1)),	S. CODE, TITLE 18, SECTION 19 AND/OR FORFEITURE (U.S. CO	001), ANI	D/OR E 47,				
SIGNATUREAuthorized Employee of Lice	_ \$\frac{1}{2}-	)P		DATE February	, 200	0_				
SIGNATURE Thinun	W. MExico	neg		DATE February	, 200	0_				
Transferee of Control (Check one)  Individual Partner X Officer Other (Specify):										

to AOL Time Warner Inc.	nsfer of control of licensee from Time Warner
	ES OF AMERICA
FEDERAL COMMUNIC	CATIONS COMMISSION
FEDERAL COMMUNIC	CATIONS COMMISSION E(S) AFTER TRANSFER OF CONTROL OF CORPORAT
FEDERAL COMMUNIC	CATIONS COMMISSION E(S) AFTER TRANSFER OF CONTROL OF CORPORAT  DO NOT WRITE IN THIS BLOCK
PART II - AUTHORIZATION TO HOLD STATION LICENSE  1. Name and mailing address of corporate licensee  Warner Bros.  4000 Warner Blvd., Bridge Bldg. N. 2806	CATIONS COMMISSION E(S) AFTER TRANSFER OF CONTROL OF CORPORAT
FEDERAL COMMUNIC PART II - AUTHORIZATION TO HOLD STATION LICENSE  1. Name and mailing address of corporate licensee Warner Bros.	CATIONS COMMISSION  E(S) AFTER TRANSFER OF CONTROL OF CORPORAT  DO NOT WRITE IN THIS BLOCK  CONDITIONS OF GRANT  The corporate licensee is hereby authorized to continue he the radio station license(s) listed in item 2 on the basis of
PART II - AUTHORIZATION TO HOLD STATION LICENSE  1. Name and mailing address of corporate licensee  Warner Bros.  4000 Warner Blvd., Bridge Bldg. N. 2806  Burbank, CA 91522  2. Call sign and radio service of each station	CATIONS COMMISSION  E(S) AFTER TRANSFER OF CONTROL OF CORPORAT  DO NOT WRITE IN THIS BLOCK  CONDITIONS OF GRANT  The corporate licensee is hereby authorized to continue here
PART II - AUTHORIZATION TO HOLD STATION LICENSE  1. Name and mailing address of corporate licensee  Warner Bros.  4000 Warner Blvd., Bridge Bldg. N. 2806  Burbank, CA 91522	CATIONS COMMISSION  E(S) AFTER TRANSFER OF CONTROL OF CORPORAT  DO NOT WRITE IN THIS BLOCK  CONDITIONS OF GRANT  The corporate licensee is hereby authorized to continue her the radio station license(s) listed in item 2 on the basis of representations made in the application for this authorization.
PART II - AUTHORIZATION TO HOLD STATION LICENSE  1. Name and mailing address of corporate licensee  Warner Bros.  4000 Warner Blvd., Bridge Bldg. N. 2806  Burbank, CA 91522  2. Call sign and radio service of each station	CATIONS COMMISSION  E(S) AFTER TRANSFER OF CONTROL OF CORPORAT  DO NOT WRITE IN THIS BLOCK  CONDITIONS OF GRANT  The corporate licensee is hereby authorized to continue her the radio station license(s) listed in item 2 on the basis of representations made in the application for this authorization. This authorization is granted for the term of the outstate.
PART II - AUTHORIZATION TO HOLD STATION LICENSE  1. Name and mailing address of corporate licensee  Warner Bros.  4000 Warner Blvd., Bridge Bldg. N. 2806  Burbank, CA 91522  2. Call sign and radio service of each station	CATIONS COMMISSION  E(S) AFTER TRANSFER OF CONTROL OF CORPORAT  DO NOT WRITE IN THIS BLOCK  CONDITIONS OF GRANT  The corporate licensee is hereby authorized to continue he the radio station license(s) listed in item 2 on the basis of representations made in the application for this authorization. This authorization is granted for the term of the outstal license(s) for the station(s) listed in item 2.
PART II - AUTHORIZATION TO HOLD STATION LICENSE  1. Name and mailing address of corporate licensee  Warner Bros.  4000 Warner Blvd., Bridge Bldg. N. 2806  Burbank, CA 91522  2. Call sign and radio service of each station	CATIONS COMMISSION  E(S) AFTER TRANSFER OF CONTROL OF CORPORAT  DO NOT WRITE IN THIS BLOCK  CONDITIONS OF GRANT  The corporate licensee is hereby authorized to continue he the radio station license(s) listed in item 2 on the basis of representations made in the application for this authorization. This authorization is granted for the term of the outstal license(s) for the station(s) listed in item 2.
PART II - AUTHORIZATION TO HOLD STATION LICENSE  1. Name and mailing address of corporate licensee  Warner Bros.  4000 Warner Blvd., Bridge Bldg. N. 2806  Burbank, CA 91522  2. Call sign and radio service of each station	CATIONS COMMISSION  E(S) AFTER TRANSFER OF CONTROL OF CORPORAT  DO NOT WRITE IN THIS BLOCK  CONDITIONS OF GRANT  The corporate licensee is hereby authorized to continue her the radio station license(s) listed in item 2 on the basis of representations made in the application for this authorization. This authorization is granted for the term of the outstar license(s) for the station(s) listed in item 2.  DATE AUTHORIZED:  FEDERAL COMMUNICATIONS
PART II - AUTHORIZATION TO HOLD STATION LICENSE  1. Name and mailing address of corporate licensee  Warner Bros.  4000 Warner Blvd., Bridge Bldg. N. 2806  Burbank, CA 91522  2. Call sign and radio service of each station  WPLD733 (IB)	CATIONS COMMISSION  E(S) AFTER TRANSFER OF CONTROL OF CORPORAT  DO NOT WRITE IN THIS BLOCK  CONDITIONS OF GRANT  The corporate licensee is hereby authorized to continue he the radio station license(s) listed in item 2 on the basis of representations made in the application for this authorization. This authorization is granted for the term of the outstar license(s) for the station(s) listed in item 2.  DATE AUTHORIZED:  FEDERAL
PART II - AUTHORIZATION TO HOLD STATION LICENSE  1. Name and mailing address of corporate licensee  Warner Bros.  4000 Warner Blvd., Bridge Bldg. N. 2806  Burbank, CA 91522  2. Call sign and radio service of each station  WPLD733 (IB)	CATIONS COMMISSION  E(S) AFTER TRANSFER OF CONTROL OF CORPORAT  DO NOT WRITE IN THIS BLOCK  CONDITIONS OF GRANT  The corporate licensee is hereby authorized to continue her the radio station license(s) listed in item 2 on the basis of representations made in the application for this authorization. This authorization is granted for the term of the outstar license(s) for the station(s) listed in item 2.  DATE AUTHORIZED:  FEDERAL COMMUNICATIONS

ST. LOUIS, MISSOURI
NEW YORK, NEW YORK
KANSAS CITY, MISSOURI
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700 THIRTEENTH STREET, N.W. WASHINGTON, D.C. 20005 -3960 (202) 508-6000

FACSIMILE: (202) 508-6200

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KUWAIT CITY, KUWAIT
ABU DHABI, UNITED ARAB EMIRATES
DUBAI, UNITED ARAB EMIRATES
HONG KONG
SHANGHAI, PEOPLE'S REPUBLIC OF CHINA
IN ASSOCIATION WITH BRYAN CAVE,
A MULTINATIONAL PARTNERSHIP

MULTINATIONAL PARTNERSHIP.
LONDON, ENGLAND

INTERNET ADDRESS
JRWILNER@BRYANCAVELLP.COM

JOHN R. WILNER DIRECT DIAL NUMBER (202) 508-6041

February 11, 2000

#### Via Berry Best Couriers, Ltd.

Federal Communications Commission Wireless Bureau Applications P.O. Box 358130 Pittsburgh, PA 15251-5130

Re:

Transfer of Control

**Business Radio Service** 

Station WPJZ742

#### Ladies & Gentlemen:

Transmitted herewith is an application on FCC Form 703 for consent to the transfer of control of TWFanch-two Co., licensee of the above-referenced facility, from Time Warner Inc. to AOL Time Warner Inc.

Also submitted herewith is this firm's check in the amount of \$45.00 in payment of the requisite filing fee together with the related FCC Form 159.

Should there be any questions concerning this matter, please communicate with the undersigned.

Very truly yours,

Arha R W. her

John R. Wilner

JRW/vih

Enclosure

jrw/115057/186760v1

BRYAN CAVELLP 700 Thirteenth Street, NW. Washington, D.C. (202) 508-6000 FIRST UNION NATIONAL BANK heck Number Washington, DC 20006 15-80/540 25035

\$

February 10, 2000

Forty Five & 0/100

Net Amount \$45.00

TO THE ORDER OF

Federal Communications

Commission

SIGNATURE HAS A COLORED BACKGROUND + BORDER CONTAINS MICROPRINTING

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READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING FEDERAL COM-								MMU	MUNICATIONS COMMISSION						APPROVED BY OMB 3060-0589											
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(9) DAYTIME TELEPHONE NUMBER (Include area code) (202) 508-6000									(10) COUNTRY CODE (if not in U.S.A.)																	
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VISA I hereby authorize the FCC	• .			TERCARD			AUTI	HORIZE	D SH	GNATURE	E				DATE											
for the service(s)/authorization(s) herein described.																										